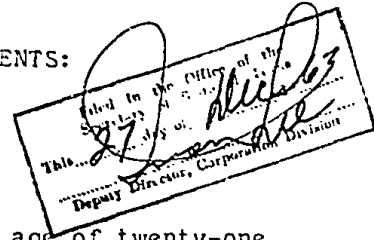


THE STATE OF TEXAS

KNOW ALL MEN BY THESE PRESENTS:

COUNTY OF DALLAS

ARTICLES OF INCORPORATION



WE, the undersigned, natural persons of the age of twenty-one years or more, at least two of whom are citizens of the State of Texas, acting as incorporators of a corporation under the Texas Business Corporation Act, do hereby adopt the following Articles of Incorporation for such Corporation.

ARTICLE ONE

The name of the Corporation is "PRECISION DRILL POINTING, INC.".

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose or purposes for which the Corporation is organized are: To rent, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property, or any interest therein, within incorporated town, cities, villages and their suburbs not extending more than two miles beyond their respective corporate limits, as the purposes of the corporation shall require. The primary purposes of the corporation is to sharpen, point and process drill bits and other cutting tools, and to sell, own c. lease machines for that purpose, and to act as manufacturer's representatives for such purpose.

ARTICLE FOUR

The aggregate number of shares which the Corporation shall have authority to issue is Ten Thousand of the par value of Ten and no/100 (\$10.00) Dollars, each.

ARTICLE FIVE

The Corporation will not commence business until it has received for the issuance of its shares consideration of the value of One Thousand and no/100 (\$1,000.00) Dollars, consisting of money, labor done, or property actually received, which sum is not less than One Thousand and no/100 (\$1,000.00) Dollars.

## ARTICLE SIX

The Post Office address of its initial registered office is 1133 Indian Hills Drive, Grand Prairie, Texas, and the name of its initial registered agent at such address is RICHARD E. HOOPER.

## ARTICLE SEVEN

The number of directors constituting the initial board of directors is three and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

RICHARD E. HOOPER	1133 Indian Hills Drive	Grand Prairie, Texas
CHARLES H. LEWIS, SR.	2206 S. E. 8th Street	Grand Prairie, Texas
RALPH W. SMARTT	810 Yorkshire Drive	Grand Prairie, Texas

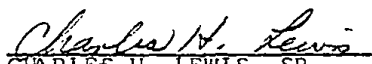
## ARTICLE EIGHT

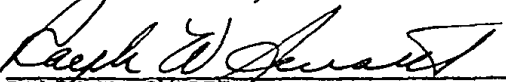
The names and address of the incorporators are:

RICHARD E. HOOPER	1133 Indian Hills Drive	Grand Prairie, Texas
CHARLES H. LEWIS, SR.	2206 S.E. 8th Street	Grand Prairie, Texas
RALPH W. SMARTT	810 Yorkshire Drive	Grand Prairie, Texas

IN WITNESS WHEREOF, we have hereunto set our hands this the 23rd day of December, A. D. 1963.

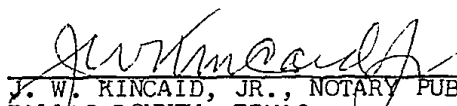
  
RICHARD E. HOOPER

  
CHARLES H. LEWIS, SR.

  
RALPH W. SMARTT

THE STATE OF TEXAS  
COUNTY OF DALLAS

I, J. W. KINCAID, JR., Notary Public, do hereby certify that on this the 28th day of December, A. D. 1963, personally appeared before me, RICHARD E. HOOPER, CHARLES H. LEWIS, SR. and RALPH W. SMARTT who, each being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.

  
J. W. KINCAID, JR., NOTARY PUBLIC  
DALLAS COUNTY, TEXAS.